

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THREE RIVERS LIBRARY SYSTEM, INC.**

The undersigned not-for-profit corporation (the “Corporation”) organized under Sections 21-1904 to 21-19,106 of the Revised Statutes of Nebraska, legally known as the Nebraska Nonprofit Corporation Act, adopts the following Amended and Restated Articles of Incorporation for the Corporation:

ARTICLE I - NAME

The name of this Corporation shall be Three Rivers Library System.

ARTICLE II - DURATION

The period of duration of this Corporation shall be perpetual.

**ARTICLE III – PUBLIC BENEFIT CORPORATION and MEMBERS;
501(c)(3) DESIGNATION**

This Corporation is a public benefit corporation. This Corporation shall have members consisting of libraries located within the counties of Nebraska served by the Corporation as provided in the by-laws of the Corporation. This Corporation is intended to continue to be operated as a tax exempt organization under § 501(c)(3) of the Internal Revenue Code. Upon dissolution, any remaining assets of the Corporation shall be transferred to an organization exempt from taxation under § 501(c)(3) of the Internal Revenue Code. Any assets not so disposed of shall be disposed of by the District Court of the county in which the Corporation’s registered office is located at the time of its dissolution for disposition to an entity exempt under §501(c)(3) of the Internal Revenue Code.

ARTICLE IV – PURPOSE AND POWERS

The purposes of this Corporation are to:

a. To stimulate, initiate and coordinate library services of the highest quality to enrich the lives of the residents of the Three Rivers Library System who reside in the following counties in Nebraska: Antelope, Boone, Burt, Cass, Cedar, Colfax, Cuming, Dakota, Dixon, Dodge, Douglas, Knox, Madison, Nance, Pierce, Platte, Sarpy, Stanton, Thurston, Washington, and Wayne Counties. Counties may

be added or deleted as provided in the by-laws of the Corporation.

b. To transact any and all lawful activities for which corporations may be incorporated under the Nebraska Nonprofit Corporation Act except as restricted herein and except as restricted under section 501(c)(3) of the Internal Revenue Code.

ARTICLE V. – BOARD OF DIRECTORS and OFFICERS

The number of directors of the Corporation, the manner of their election and the terms of the directors shall be specified in the by-laws of the Corporation, but there shall be a minimum of three directors. The officers of the Corporation shall be specified in the by-laws.

ARTICLE VI. – REGISTERED OFFICE AND AGENT

The address of the registered office is _____, Nebraska 68____, and the name of the initial registered agent at such address is _____.

ARTICLE VII. - AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation upon the majority vote of the members of the Corporation present at the annual meeting or upon a majority vote of the members present at any special meeting called upon at least ten days' written notice to the members containing the proposed amendment. The Board of Directors may amend the articles for the purposes stated in Neb. Rev. Stat. §21-19,106(a), provided that the amendment shall be ratified at the next following annual meeting of the Corporation.

ARTICLE VIII. - INDEMNIFICATION

The private property of the incorporators, directors, and officers of the Corporation shall not be subject to the debts or obligations of the Corporation to any extent whatsoever.

ARTICLE IX. – EFFECTIVE DATE

These Amended and Restated Articles of Incorporation shall be effective on January 1, 2015.

The foregoing Amended and Restated Articles of Incorporation were adopted at the special meeting of the members of the Corporation by a majority vote of those present and entitled to vote on the amendment which meeting was held on _____, 2014. At said special meeting, the members authorized Judy Hagan, the President of the Corporation and Beth Foulks, the Secretary of the Corporation to sign these Amended and Restated Articles on behalf of the Corporation and cause these Amended and Restated Articles of Incorporation to be filed with the Office of the Nebraska Secretary of State.

IN WITNESS WHEREOF, we have hereunto set our hands this ____ day of _____,
2014.

NORTHEAST LIBRARY SYSTEM,

By: _____
_____, President

By: _____
_____, Secretary